

California Housing Finance Agency

Request for Qualifications - Legal Counsel Services

(December 1, 2022)

I. Background:

The California Housing Finance Agency (the "**Agency**" or "**CalHFA**") is a public instrumentality and a political subdivision of the State of California created in 1975 for the primary purpose of meeting the housing needs of persons and families of low or moderate income. The Agency provides financing and programs to create affordable single family and multifamily housing. CalHFA's governing statutes can be found in the California Health & Safety Code, Division 31, commencing at Section 50900. Additional information about the Agency is available at <http://www.calhfa.ca.gov/>. The Agency is soliciting statements of qualifications from lawyers and law firms to provide legal services in connection with its mortgage servicing and related operations.

II. Purpose:

The purpose of this Request for Qualifications ("**RFQ**") is to obtain statements of qualifications from lawyers and law firms interested in providing legal services to the Agency in order to establish a list of qualified firms from which outside counsel may be selected. Qualified law firms will have expertise in California real estate law related to single family and multifamily financing and related activities, as more particularly described below. Selected individuals and law firms must execute a contract with the Agency. The actual selection and hiring of a firm or individual may be shortly after the Agency's receipt of statements of qualifications, or as need arises.

III. Qualifications:

A. The Agency is seeking qualifications from individuals and law firms that have demonstrated expertise in the following areas:

1. Expertise in litigation by and against private and governmental entities.
(Note that although the California Attorney General is the Agency's statutory litigation counsel, the Agency may be authorized by the Attorney General to employ outside counsel due to a conflict of interest or for other reasons)
2. Expertise in legal issues related to the financing, acquisition, disposal, transfer, servicing, foreclosure and management of real estate and personal property.

B. Individuals to provide services must be admitted to the State Bar of California, as well as to each federal district court where appearances will be required for the nature of representation offered.

IV. Scope of Services:

A. Volume of work. The need for and type of services required at any given time is unpredictable. Factors such as the overall economy, the national and state housing markets, legislative actions and the Agency's volume of business all play a role in the need for legal services, the nature of the services needed, and the duration thereof.

B. Geographic area. While the Agency is headquartered in Sacramento, its legal needs, are statewide, and in some cases (e.g., bankruptcy) nationwide. The Agency is willing to contract for services to be delivered statewide or only in certain geographic areas.

C. Nature of Work. The Agency is willing to contract for a variety of legal services or for only one type of service (e.g., bankruptcy court representation).

Among the most commonly needed services include:

- a. Evictions after single family residence mortgage foreclosures;
- b. Bankruptcy court representation during and/or single family residence mortgage foreclosures;
- c. Surplus cash disputes after single family residence mortgage foreclosures;
- d. Defense of single family residence mortgage wrongful foreclosure actions;
- e. Title and lien priority disputes regarding single family residences and mortgages;

Less frequently needed services include:

- a. Contract disputes;
- b. Receiverships/judicial foreclosure;
- c. Intellectual property disputes;

V. Statement of Qualifications:

The Statement of Qualifications must include the information listed below. CalHFA appreciates your time and interest in responding to this RFQ and encourages straightforward, short and concise responses. Responding parties should carefully note the matters provided for in Section VII, "Reservations".

A. Summary of Firm.

Please provide (by narrative or attachment) a descriptive summary of your firm, including how long it has been in existence and its scope of business. Indicate if your firm qualifies as a Small Business Enterprise (SBE) or a Disabled Veterans Business Enterprise (DVBE) and is certified as such by the California Department of General Services. Describe how your firm is organized with respect to serving the Agency and provide a brief organizational chart with titles and names.

B. Scope of Proposal.

Please indicate the scope of services your firm proposes to provide, addressing each of the qualifications listed in Section III for which your firm desires to be considered.

C. Insurance.

Please delineate insurance policies (*i.e.*, malpractice, securities transactions, workers compensation, comprehensive commercial liability, etc.) held by the firm including dollar amount and liability limits. Please provide copies of the applicable insurance declarations pages.

D. Personnel.

Please identify the personnel who you anticipate would be providing legal services to the Agency. Provide a brief description of the relevant experience of each individual, the role each will serve, his or her title, states and courts were licensed to practice law, location, telephone number and the percentage of the firm's total effort that will be provided by that individual. Alternatively, you may attach resumes, as long as the additional information requested here regarding personnel, is also included in your response.

E. List of Transactions/Clients.

If applicable, please provide a list of specific matters, transactions or projects handled by each qualified attorney that may be relevant to the representation of CalHFA.

Please also provide the names of any other government clients for whom each qualified attorney has been retained to provide legal services in the relevant substantive areas, and whether such representation is ongoing.

Please also provide the names of any banks, loans servicers, or other entities involved in the residential mortgage industry, either the single family or multifamily, for whom each qualified attorney has been retained to provide legal services in the relevant substantive areas, and whether such representation is ongoing.

F. Value-Added Services.

To the extent not already covered, please discuss your firm's relevant experience or special expertise that would enable you to bring value to this Agency and set your firm apart from others.

Briefly discuss an example or two of particularly innovative or helpful ways you have provided added value to clients, e.g., by providing training, or by having available non-legal services related to the legal services to be provided.

G. References.

Please provide several references for which your firm has performed similar work, including a summary of the services provided. References from both public agencies and private sector transaction participants are encouraged.

H. Fees.

Please provide a proposed fee arrangement and structure for your firm's services, including hourly rates, if applicable. You may also propose more than one fee structure alternative. If you propose a fee arrangement based on business volume please explain in detail how such fees would be calculated and which types of services would or would not be covered.

I. Legal Proceedings.

Identify and describe any pending legal proceeding against your firm or an officer of your firm alleging, or any judgments within the last three (3) years involving, malpractice or violations of law in connection with an offering of any legal services.

J. Conflict of Interest.

If the firm is representing a client in civil litigation in which the State is, or may become, an adverse party, please identify and describe each such action. In addition, describe any existing or potential conflict of interest arising from your relations with, or representations of, other parties that should be considered as a factor in determining your objectivity. Provide sufficient facts, legal implications, and possible effects in order for the Agency to appreciate the significance of each potential conflict and to determine whether such conflict may disqualify the firm.

Prior to commencement of any services under a contract, your firm's employees and agents, as determined by the Agency, shall complete a California FPPC Form 700, Statement of Economic Interests as required by the Agency's Conflict of Interest Code under Section 81000 *et seq.* of the California Government Code, as well as California State Ethics Training. For further information on these requirements, see <http://www.fppc.ca.gov/> and for specifics on financial disclosure <http://www.fppc.ca.gov/Form700.html>. If you have further questions in these

regards you may also contact Sierra Grandbois at CalHFA at sgrandbois@calhfa.ca.gov. Direct, electronic filing of ethics training and certification and Form 700 are available.

K. Delivery of Statement of Qualifications.

Statements of Qualifications must be submitted electronically no later than **5:00 PM (PDT) on January 31, 2023.** to: servicing@calhfa.ca.gov.

All materials submitted in accordance with this solicitation become the property of the California Housing Finance Agency and will not be returned. The material will be a public record subject to the disclosure provisions of the Public Records Act (Government Code Section 6250 *et seq.*) Questions concerning this Request for Proposal should be directed to Rhonda Barrow, Loan Administration Housing Finance Chief, at rbarrow@calHFA.ca.gov. When sending questions, please provide contact information and the best times for a telephone call to discuss.

VI. Selection:

The qualifications of firms responding to this solicitation will initially be considered by staff of CalHFA. As part of the evaluation process, the Agency may request oral or telephonic interviews with the firms and individuals being considered.

The staff will consider the following criteria:

Breadth and depth of experience and expertise in the areas described in Section III.

Ability to provide the services described in Section IV.

Information and responses provided to requests in Section V.

Fees quoted.

Selection of a firm or firms, or individuals will be on ongoing process as contracts with existing firms and individuals expire, or specific services are needed. Consequently, the Agency understands that fees quoted at the time of this process might not still be valid. Once selected, firms and individuals will be expected to enter into one-year to three – year contracts depending on the nature of services to be provided.

VII. Reservations:

All costs for developing and submitting proposals pursuant to this solicitation are solely the responsibility of the proposer and shall not be reimbursable by the Agency.

Although the Agency has chosen at this time to seek proposals for legal services, it is not required to procure any of its contracts by way of competitive bidding and is generally not subject to many of the restrictions or requirements typically associated with State contracting practices. Accordingly, the Agency reserves its right to select one or more, or reject all, firms responding pursuant to this solicitation.

In addition, the Agency reserves the right to:

- A. Request an oral or telephonic interview with, and to require additional information from, any firm or individual prior to its selection.
- B. Select for contract negotiation the firms and/or individuals that, in the Agency's judgment, best will meet the Agency's needs, regardless of any differences in estimated costs.
- C. Consider information about a firm in addition to information submitted in or obtained through oral or telephonic interviews.
- D. Select one or more responding firms or individuals, and/or a firms or individuals other than those responding.
- E. Require additional information from any respondent.
- F. Terminate this process at any time without selecting any firm or individual.
- G. Change any deadline or date provided herein without notice; or
- H. Otherwise amend or modify any of the terms or provisions of this solicitation.